

- Delivered by Email To:**
- All known Affected Persons of Tongaat Hulett Limited (in business rescue) (including: all known creditors, employees, trade unions and shareholders)
 - Companies and Intellectual Property Commission
- Displayed:**
- Registered office and principal place of business of the Company
 - Anywhere where employees are employed
- Published:**
- On the website maintained by Tongaat Hulett and accessible to all known Affected Persons
 - Published as an announcement on the Stock Exchange News Service (SENS) offered by the Johannesburg Stock Exchange Limited.
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14 December 2022

NOTICE TO ALL KNOWN AFFECTED PERSONS ("Affected Persons") OF TONGAAT HULETT LIMITED (IN BUSINESS RESCUE ("Company")) – OUTCOME OF THE VOTE ON THE BUSINESS RESCUE PRACTITIONERS' REMUNERATION AGREEMENT IN TERMS OF SECTION 143(3)(a) and 143(3)(b) OF THE COMPANIES ACT 71 OF 2008, AS AMENDED ("Companies Act")

1. BACKGROUND

- 1.1. This is a notice to Affected Persons of the Company regarding the outcome of the vote on the remuneration agreement, negotiated and agreed between the Company and the business rescue practitioners ("**BRPs**") in accordance with section 143 of the Companies Act ("**Remuneration Agreement**").
- 1.2. A meeting of all known creditors of the Company ("**Creditors**") was convened in terms of section 143(3) of the Companies Act and was held virtually on Friday, 09 December 2022, at 10h00 ("**Meeting of Creditors**").
- 1.3. A meeting of all known shareholders of the Company ("**Shareholders**") was also convened in terms of section 143(3) of the Companies Act and was held virtually on Friday, 09 December 2022, at 11h00 ("**Meeting of Shareholders**").
- 1.4. At each of these meetings, the principal terms of the BRPs' Remuneration Agreement were considered and discussed, in accordance with the summary of the BRPs Remuneration Agreement that was circulated and published by the Company, prior to the meetings.

2. OUTCOME OF THE VOTE IN TERMS OF SECTION 143(3)(a) OF THE COMPANIES ACT

- 2.1. At the Meeting of Creditors, Creditors present and voting at the meeting, in person or by proxy, were asked to submit their votes on the approval of the BRPs Remuneration Agreement, either in the virtual meeting by casting their votes in the chat box or by sending their proxy forms via email to the Company's business rescue email address.
- 2.2. Creditors who chose to vote by proxy, were advised to submit their duly completed proxy form to the BRPs at the business rescue email address, before the closure of the meeting on Friday, 09 December 2022.
- 2.3. Affected Persons are advised that at the meeting held on 09 December 2022 the remuneration agreement was approved by 99% of creditors voting interests present and voting at the meeting.
- 2.4. Accordingly, the Remuneration Agreement has been supported and approved by the requisite Creditors voting interests.

3. OUTCOME OF THE VOTE IN TERMS OF SECTION 143(3)(b) OF THE COMPANIES ACT

- 3.1. At the Meeting of Shareholders, Shareholders present and voting at the meeting, , in person or by proxy, were asked to submit their votes on the approval of the BRPs Remuneration Agreement, either in the virtual meeting by casting their votes in the chat box or by sending their proxy forms via email to the Company's business rescue email address.
- 3.2. Shareholders who chose to vote by proxy, were advised to submit their duly completed proxy form to the BRPs at the business rescue email address, before the closure of the meeting on Friday, 09 December 2022.
- 3.3. Affected Persons are advised that at the meeting held on 09 December 2022 the remuneration agreement was approved by 100% of the shareholders present and voting at that meeting.
- 3.4. Accordingly, the Remuneration Agreement has been supported and approved by the Shareholders of the Company, with more than the simple majority required.

4. CLOSING REMARKS

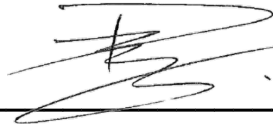
- 4.1. Affected Persons are reminded that all notices and documents regarding the business rescue proceedings of the Company that have been and/or will be circulated to Affected Persons, are/will be published and made available to all Affected Persons, on the Tongaat Hulett website at: www.tongaat.com, under the 'Business Rescue' tab.

4.2. If you have any queries in this regard, they may be directed to the business rescue email address at: BR@tongaat.com.


Yours faithfully,



TJ Murgatroyd



PF van den Steen



GC Albertyn

The Joint Business Rescue Practitioners of Tongaat Hulett Limited (in business Rescue)